

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

LEGACY CAPITAL LTD.,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

Adv. Pro. No. 10-05286 (SMB)

STIPULATION AND ORDER AS TO UNDISPUTED TRANSFERS

The plaintiff, Irving H. Picard, trustee (“Trustee”) for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC (“BLMIS”) and the estate of Bernard L. Madoff, individually (“Madoff”), and defendant Legacy Capital Ltd. (“Legacy Capital”), by and through their respective, undersigned counsel (collectively, the “Parties”), state as follows:

WHEREAS, Legacy Capital, Montpellier International LDC (“Montpellier”), Olympus Assets LDC (“Olympus”), and HCH Management Company Limited (“HCH”) each maintained

accounts with BLMIS at certain relevant times, and made deposits to and withdrawals of principal from those accounts as specified in Exhibit A to this Stipulation;

WHEREAS, as set forth in the Trustee's amended complaint in this adversary proceeding (the "Complaint"), BLMIS and/or Madoff made certain transfers to or for the benefit of Legacy Capital (the "Initial Transfers") relating to BLMIS account no. 1FR071, maintained by Legacy Capital (the "Legacy Account");

WHEREAS, in Count One of the Complaint, the Trustee seeks to avoid and recover from Legacy Capital the Initial Transfers or their value as fraudulent pursuant to, *inter alia*, sections 548, 550(a) and 551 of the United States Bankruptcy Code, 11 U.S.C. § 101 *et seq.* (the "Bankruptcy Code"), as well as section 78fff-2(c)(3) of the Securities Investor Protection Act ("SIPA");

WHEREAS, Legacy Capital moved to dismiss the Trustee's claims in the Complaint, which motion was heard on October 28, 2015;

WHEREAS, on March 14, 2016, the Hon. Stuart M. Bernstein, United States Bankruptcy Judge, issued an opinion granting in part and denying in part the motion to dismiss;

WHEREAS, Judge Bernstein dismissed all claims in Counts Two through Eight of the Complaint; and

WHEREAS, the Parties have conferred in an attempt to resolve, where possible, certain differences and disputes between them.

NOW, THEREFORE, the Parties agree and stipulate that the following facts shall be deemed undisputed facts in this action:

1. Montpellier maintained BLMIS account no. 1FN027, the balance of which was transferred to the Legacy Account on or about October 2, 2000.

2. Olympus maintained BLMIS account no. 1FR034, the balance of which was transferred to Montpelier's BLMIS account on or about January 4, 1999.

3. HCH maintained BLMIS account no. 1FR055, the balance of which was transferred to the Legacy Account on or about October 2, 2000.

4. Exhibit A to this Stipulation accurately sets forth the cash deposits and cash withdrawals from the Montpelier, Olympus, HCH, and Legacy BLMIS accounts.

5. By executing this Stipulation, Legacy Capital in no way concedes or admits liability under Bankruptcy Code sections 548, 550 or any other applicable section of the Bankruptcy Code, New York Debtor Creditor Law, SIPA, or any other applicable law.

6. This Stipulation is without prejudice to the Trustee asserting claims to avoid and/or recover any additional or other transfers to Legacy Capital, including any subsequent transfers of the Initial Transfers, determined through the Trustee's continuing investigation and through discovery.

Dated: New York, New York
January 12, 2017

/s/ Oren J. Warshavsky

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Liquidation of Bernard L. Madoff
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Attorneys for Defendant Legacy Capital Ltd.

SO ORDERED this 13th day of January, 2017.

/s/ STUART M. BERNSTEIN

HONORABLE STUART M. BERNSTEIN

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

Withdrawals and Deposits - Legacy Capital Limited BLMIS Account No. 1FR071

<u>Date</u>	<u>Amount</u>	<u>Tran Type</u>	<u>Transaction Description</u>
10/2/2000	\$34,967,994	JRNL	TRANS FROM 1FR055
10/2/2000	\$13,706,225	JRNL	TRANS FROM 1FN027
5/2/2001	\$15,000,000	CA	CHECK WIRE
8/2/2001	\$15,000,000	CA	CHECK WIRE
1/13/2003	\$25,000,000	CA	CHECK WIRE
3/31/2004	(\$38,800,000)	CW	CHECK WIRE
4/1/2005	\$3,000,000	CA	CHECK WIRE
6/23/2005	\$5,000,000	CA	CHECK WIRE
8/4/2005	\$5,000,000	CA	CHECK WIRE
10/25/2006	\$5,000,000	CA	CHECK WIRE
2/21/2007	\$5,000,000	CA	CHECK WIRE
9/4/2007	(\$50,000,000)	CW	CHECK WIRE
9/4/2007	(\$50,000,000)	CW	CHECK WIRE
10/4/2007	(\$27,000,000)	CW	CHECK WIRE
10/4/2007	(\$27,000,000)	CW	CHECK WIRE
6/6/2008	(\$10,000,000)	CW	CHECK WIRE
6/6/2008	(\$10,000,000)	CW	CHECK WIRE

Withdrawals and Deposits – Montpelier International LDC BLMIS Account No. 1FN027

<u>Date</u>	<u>Amount</u>	<u>Tran Type</u>	<u>Transaction Description</u>
3/16/1992	\$1,499,985	CA	CHECK WIRE
6/11/1992	\$500,000	CA	CHECK WIRE
3/26/1993	\$1,000,000	CA	CHECK WIRE
8/30/1993	\$1,000,000	CA	CHECK WIRE
12/2/1994	\$1,000,000	CA	CHECK WIRE
8/24/1995	\$1,000,000	CA	CHECK WIRE
9/8/1997	\$3,000,000	CA	CHECK WIRE
1/4/1999	\$4,990,140	JRNL	TRANS FROM 1FR034
10/2/2000	(\$13,706,225)	JRNL	TRANS TO 1FR071

Withdrawals and Deposits – Olympus Assets LDC BLMIS Account No. 1FR034

<u>Date</u>	<u>Amount</u>	<u>Tran Type</u>	<u>Transaction Description</u>
12/30/1997	\$2,000,000	CA	CHECK WIRE
1/6/1998	\$999,985	CA	CHECK WIRE
1/12/1998	\$1,000,000	CA	CHECK WIRE
1/15/1998	\$15	CA	CHECK WIRE
2/2/1998	\$1,000,000	CA	CHECK WIRE
1/4/1999	(\$4,990,140)	JRNL	TRANS TO 1FN027

Withdrawals and Deposits – HCH Management Company Limited
BLMIS Account No. 1FR055

<u>Date</u>	<u>Amount</u>	<u>Tran Type</u>	<u>Transaction Description</u>
7/1/1999	\$20,000,000	CA	CHECK WIRE
2/1/2000	\$5,000,000	CA	CHECK WIRE
5/3/2000	\$10,000,000	CA	CHECK WIRE
10/2/2000	(\$34,967,994)	JRNL	TRANS TO 1FR071